

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

PRECISION ASSOCIATES, INC., et al.

Court File No. 08-CV-00042 (JG)(VVP)

Plaintiffs,

v.

**PANALPINA WORLD TRANSPORT
(HOLDING) LTD., et al.,**

**STIPULATION AND ORDER
PURSUANT TO RULE 15(A)(2)
REGARDING FILING OF
PLAINTIFFS' SECOND AMENDED
CLASS ACTION COMPLAINT**

Defendants.

IT IS HEREBY STIPULATED AND AGREED THAT

1. Pursuant to Fed. R. Civ. P. 15(a)(2), Plaintiffs and the undersigned Defendants, through their respective undersigned counsel, stipulate and agree that Plaintiffs may file a Second Amended Class Action Complaint ("SACAC") in this matter, in the form attached hereto as Exhibit A. Attached hereto as Exhibit B is a redlined version of Plaintiffs' Second Amended Class Action Complaint showing revisions from Plaintiffs' First Amended Class Action Complaint in this matter (Doc. 117).

2. Each Defendant which has answered or otherwise moved with respect to Plaintiffs' First Amended Class Action Complaint ("FACAC") need not respond to the SACAC as such answer or motion shall be deemed to be responsive to the SACAC. All of the pending motions to dismiss Plaintiffs' FACAC shall be deemed to be motions to dismiss Plaintiffs' SACAC.

3. The parties agree that the filing of the SACAC, or any subsequent service thereof, should not delay in any manner the resolution of the pending motions to dismiss.

Dated: July 16, 2010

LOCKRIDGE GRINDAL NAUEN P.L.L.P.

s/W. Joseph Bruckner

W. Joseph Bruckner

Heidi M. Silton

Matthew R. Salzwedel

Craig S. Davis

100 Washington Avenue South, Suite 2200

Minneapolis, MN 55401

Telephone: (612) 339-6900

Facsimile: (612) 339-0981

E-mail: wjbruckner@locklaw.com

hmsilton@locklaw.com

mrsalzwedel@locklaw.com

sdavis@locklaw.com

Dated: July 16, 2010

LOVELL STEWART HALEBIAN
JACOBSON LLP

s/Christopher Lovell

Christopher Lovell

Craig M. Essenmacher

Ian T. Stoll

Christopher M. McGrath

61 Broadway, Suite 501

New York, NY 10006

Telephone: (212) 608-1900

Facsimile: (212) 719-4775

E-mail: clovell@lshllp.com

craigessenmacher@yahoo.com

itstoll@lshllp.com

cmcgrath@lshllp.com

Dated: July 16, 2010

COTCHETT, PITRE & MCCARTHY

s/Imtiaz A. Siddiqui

Imtiaz A. Siddiqui
One Liberty Plaza, 23rd Floor
New York, NY 10006
Telephone: (212) 682-3198
Facsimile: (646) 219-6678
E-mail: isiddiqui@cpmlegal.com

Dated: July 16, 2010

COTCHETT, PITRE & MCCARTHY

s/Steven N. Williams

Steven N. Williams
San Francisco Airport Office Center
840 Malcolm Road, Suite 200
Burlingame, CA 94010
Telephone: (650) 697-6000
Facsimile: (650) 697-0577
E-mail: swilliams@cpmlegal.com

Dated: July 16, 2010

GUSTAFSON GLUEK PLLC

s/Daniel C. Hedlund

Daniel E. Gustafson
Daniel C. Hedlund
Michelle Looby
650 Northstar East
608 Second Avenue South
Minneapolis, MN 55402
Telephone: (612) 333-8844
Facsimile: (612) 339-6622
E-mail: dgustafson@gustafsongluek.com
dhedlund@gustafsongluek.com
mlooby@gustafsongluek.com

Interim Co-Lead Counsel for Plaintiffs

Dated: June 25, 2010

***For ABX Logistics Group; ABX Logistics
Worldwide SA/NV Group and ABX Logistics
(USA) Inc.:***

/s/ Layne E. Kruse

Layne E. Kruse

FULBRIGHT & JAWORSKI, LLP

1301 McKinney, Suite 5100

Houston, TX 77010

(713) 651-5194

(713) 651-5246 (facsimile)

Dated: June 25, 2010

***For Dachser Transport of America, Inc. and
Dachser Intelligent Logistics:***

/s/ Richard Furman

Richard Furman

CARROLL MCNULTY KULL, LLC

570 Lexington Avenue

New York, NY 10022

(212) 252-0004

(212) 252-0444 (facsimile)

Dated: July 15, 2010

For Deutsche Bahn AG and Schenker AG:

/s/ Peter J. Carney

Peter J. Carney

J. Mark Gidley

Eileen M. Cole

WHITE & CASE LLP

701 Thirteenth Street, N.W.

Washington, DC 20005

202-626-3600

202-639-9355 (facsimile)

Dated: July 1, 2010

For DHL Express (USA), Inc. and Deutsche Post AG.:

/s/ Jeremy Calsyn
Jeremy Calsyn
Mark Leddy
**CLEARY GOTTlieb STEEN &
HAMILTON LLP**
2000 Pennsylvania Ave., N.W.
Washington, DC 20006
202-974-1522

Dated: June 25, 2010

For DSV A/S and DSV Solutions Holding A/S:

/s/ Brian Maas
Brian E. Maas
**FRANKFURT KURNIT KLEIN & SELZ,
PC**
488 Madison Avenue
New York, NY 10022
(212) 705-4836
(347) 438-2110 (facsimile)

Dated: July 1, 2010

For EGL, Inc. and EGL Eagle Global Logistics LP:

/s/ Kathleen M. Beasley
Kathleen M. Beasley
HAYNES AND BOONE, LLP
2323 Victory Avenue, Suite 700
Dallas, TX 75219-7673
214-651-5697
214-200-0361 (facsimile)

Dated: June 25, 2010

***For Expeditors International of Washington,
Inc.:***

/s/ Alan M. Wiseman
Alan M. Wiseman
HOWREY, LLP
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004-2402
(202) 383-6638
(202) 383-6610 (facsimile)

Dated: June 25, 2010

For Geo-Logistics:

/s/ Ari M. Berman
Ari M. Berman
VINSON & ELKINS, LLP
666 Fifth Avenue, 26th Floor
New York, NY 10103-0040
(212) 237-0228
(917) 849-5368 (facsimile)

Dated: June 25, 2010

***For Hankyu Hanshin Express Holdings
Corporation; Hanshin Air Cargo Co., Ltd.;
and Hanshin Air Cargo USA, Inc.:***

/s/ Tara L. Reinhart
Tara L. Reinhart
**SKADDEN ARPS SLATE MEAGHER &
FLOM, LLP**
1440 New York Avenue, N.W.
Washington, DC 20005
(202) 371-7630
(202) 661-0540 (facsimile)

Dated: June 25, 2010

For Hellman Worldwide Logistics, Inc.:

/s/ Paul H. Kuznetsky
Paul H. Kuznetsky
**KAPLAN, MASSAMILLO & ANDREWS,
LLC**
120 North La Salle Street, 24th Floor
Chicago, IL 60602
(312) 345-3000
(312) 345-3119 (facsimile)

Dated: July 9, 2010

For Japan Aircargo Forwarders Association:

/s/ T.E. Willoughby
T.E. Willoughby
HILL RIVKINS LLP
45 Broadway, 15th Floor
New York, NY 10006-3739
212-669-0600
212-669-0698/99 (facsimile)

Dated: June 25, 2010

***For Jet Speed Logistics (USA), LLC, Jet Speed
Air Cargo Forwarders, Jet Speed Logistics,
Ltd.:***

/s/ Susan H. Booker
Susan H. Booker
LEVUN GOODMAN & COHEN, LLP
500 Stokie Boulevard, Suite 650
Northbrook, IL 60062
847-509-7700
847-849-5695 (facsimile)

Dated: June 25, 2010

***For “K” Line Logistics, Ltd. and “K” Line
Logistics (USA), Inc.:***

/s/ Joel S. Sanders

Joel S. Sanders
GIBSON DUNN & CRUTCHER
555 Mission Street, Suite 3000
San Francisco, CA 94105-2933
(415) 393-8268
(415) 374-8439 (facsimile)

Dated: June 25, 2010

***For Kintetsu World Express, Inc. and Kintetsu
World Express (USA), Inc.:***

/s/ Arman Oruc

Arman Oruc
SIMPSON THACHER & BARTLETT, LLP
1155 F Street N.W.
Washington, D.C. 20004
(202) 636-5599
(202) 636-5502 (facsimile)

Dated: June 25, 2010

***For Kuehne + Nagel International AG and
Kuehne and Nagel, Inc.:***

/s/ David K. Monroe

David K. Monroe
GKG LAW, P.C.
1054 31st Street, NW
Washington, DC 20007
(202) 342-5235
(202) 342-5219 (facsimile)

Dated: June 25, 2010

For MOL Logistics (U.S.A.), Inc. and MOL Logistics (Japan) Co., Ltd.:

/s/ Gordon L. Lang
Gordon L. Lang
NIXON PEABODY LLP
401 Ninth Street NW, Suite 900
Washington, D.C. 20004
(202) 585-8319
(202) 585-8080 (facsimile)

Dated: June 25, 2010

For Morrison Express Corp. (USA) and Morrison Express Logistics PTE Ltd.:

/s/ Joel B. Kleinman
Joel B. Kleinman
DICKSTEIN SHAPIRO LLP
1825 Eye Street NW
Washington DC 20006
(202) 420-2221
(202) 420-2201 (facsimile)

Dated: June 25, 2010

For Nippon Express Co. Ltd.:

/s/ Brian S. Weinstein
Brian S. Weinstein
DAVIS POLK & WARDELL, LLP
450 Lexington Avenue
New York, NY 10017
(212) 450-4972
(212) 701-5972 (facsimile)

Dated: June 25, 2010

For Nippon Express USA, Inc.:

/s/ Benjamin Sirota
Benjamin Sirota
DEBEVOISE & PLIMPTON LLP
919 Third Avenue
New York, NY 10022
(212) 909-6000
(212) 909-6836 (facsimile)

Dated: July 9, 2010

For Nishi-Nippon Railroad Co., Ltd.:

/s/ Ashley M. Schumacher
Ashley M. Schumacher
Brian J. Fischer
JENNER & BLOCK LLP
353 N. Clark Street
Chicago, IL 60654-3456
312-840-8672
312-840-8772 (facsimile)

Dated: June 25, 2010

*For Nissin Corporation and Nissin
International Transport U.S.A., Inc.:*

/s/ Steven F. Cherry
Steven F. Cherry
**WILMER CUTLER PICKERING HALE &
DORR LLP**
1875 Pennsylvania Avenue, NW
Washington, D.C. 20006
(202) 663-6321
(202) 663-6363 (facsimile)

Dated: June 25, 2010

*For Panalpina World Transport (Holding)
Ltd. and Panalpina, Inc.:*

/s/ Darrell E. Prescott
Darrell E. Prescott
BAKER & McKENZIE
1114 Avenue of the Americas
New York, NY 10036-7703
(212) 626-4476
(212) 310-1637 (facsimile)

Dated: July 15, 2010

For Schenker, Inc.:

/s/ Mary Ellen Hennessy
Sheldon T. Zenner
Mary Ellen Hennessy
KATTEN MUCHIN ROSENMAN LLP
525 West Monroe Street
Chicago, IL 60661
312-902-5200
312-902-1061 (facsimile)

Dated: June 25, 2010

For SDV International Logistics:

/s/ Steven M. Edwards
Steven M. Edwards
HOGAN LOVELLS US LLP
875 Third Avenue
New York, NY 10022
212-918-3506
212-918-3100 (facsimile)

Dated: June 25, 2010

For Toll Global Forwarding (USA), Inc.:

/s/ Steven W. Perlstein
Steven W. Perlstein
KOBRE & KIM, LLP
800 Third Avenue
New York, NY 10022
(212) 488-1207
(212) 488-1227 (facsimile)

Dated: June 25, 2010

For United Aircargo Consolidators, Inc.:

/s/ Douglas F. Broder
Douglas F. Broder
K&L GATES LLP
599 Lexington Avenue
New York, NY 10022
(212) 536-4808
(212) 536-3901

Dated: June 25, 2010

For UPS Parcel Service, Inc. and UPS Supply Chain Solutions, Inc.:

/s/ Paul T. Friedman
Paul T. Friedman
MORRISON & FOERSTER, LLP
425 Market Street
San Francisco, CA 94105
(415) 268-7444
(415) 276-7444 (facsimile)

Dated: June 25, 2010

For UTi Worldwide, Inc.:

/s/ August C. Venturini
August C. Venturini
VENTURINI AND ASSOCIATES
230 Park Avenue, Suite 545
New York, NY 10169
(212) 826-6800
(212) 949-6162 (facsimile)

Dated: June 25, 2010

For Vantec World Transport (USA), Inc. and Vantec World Transport Co., Ltd.:

/s/ Steven A. Reiss
Steven A. Reiss
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
(212) 310-8174
(212) 310-8007 (facsimile)

Dated: June 25, 2010

***For Yamato Transport U.S.A., Inc. and
Yamato Global Logistics Japan Co., Ltd.:***

/s/ George B. Yankwitt
George B. Yankwitt
SQUIRE, SANDERS & DEMPSEY L.L.P.
30 Rockefeller Plaza
New York, New York 10112
(212) 872-9898
(212) 872-9815 (facsimile)

Dated: June 25, 2010

***For Yusen Air & Sea Service (U.S.A.), Inc.
and Yusen Air & Sea Service Co., Ltd.:***

/s/ John R. Fornaciari
John R. Fornaciari
BAKER & HOSTETLER LLP
1050 Connecticut Avenue N.W.
Suite 1100
Washington, DC 20036
(202) 861-1612
(202) 861-1783 (facsimile)

SO ORDERED

U.S.M.J.

dc-608496